

To Listing Department BSE Limited 25th Floor, PJ Towers, Dalal Street Mumbai – 400 001

26th September 2017 Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1 Block G BandraKurla Complex, Bandra, East

Dear Sir

Sub: <u>Proceedings of the 40th Annual General Meeting of the Company held on 25th</u> September 2017

Mumbai - 400 051

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 40th Annual General Meeting of the Company was duly held on Monday, 25th September 2017, at 2:00 PM at A.C.Hall, The Indian Chamber of Commerce and Industry Coimbatore, Chamber Towers, 8/732, Avinashi Road, Coimbatore 641018, Tamilnadu, India.

The proper quorum was present and all the items of business as mentioned in the Annual General Meeting Notice dated 18th August 2017 were discussed and based on the report of the Scrutinizer, all the resolutions were declared as duly passed by remote e-voting and through poll at the Annual General Meeting.

1.	Detail of the Agenda:	Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31 st March, 2017 together with the Reports of the Board of Directors and Auditors thereon.	
	Resolution Required:	Ordinary Resolution.	
	Result & Mode of voting:		
2.	Detail of the Agenda:	Re-appointment of Mr.Chaitanya Dalmia (holding DIN: 00028402) as a Director on retirement by rotation.	
	Resolution Required:	Ordinary Resolution.	
	Result & Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.	
3	Detail of the Agenda:	Ratification of the appointment of Messrs. S.S. Kothari Mehta & Co (Firm Registration No. 000756N) Chartered Accountants, New Delhi as Statutory Auditors of the Company.	
	Resolution Required:	Ordinary Resolution.	
	Result & Mode of voting:		

Revathi Equipment Limited

331, Pollachi Road, Coimbatore - 641 050. India. Phone : 0422 - 2610851, 0422 - 6655100, Fax : 0422 - 6655199 CIN No. : L29120TZ1977PLC000780 E-mail : spares@revathi.in Website : www.revathi.in



4	Detail of the Agenda:	Appointment of Mr.V V Subramanian (holding DIN 05232247) as an Independent Director of the Company for a period of 5 consecutive years with effect from 29 th May 2017.
	Resolution Required:	Ordinary Resolution.
	Result & Mode of voting:	Passed unanimously by Remote E-voting and votes cast on poll at the venue of AGM.
5	Detail of the Agenda:	Ratification of the payment of remuneration to M/s.P.Mohan Kumar & Co (Firm Registration No.18692), Cost Auditors of the Company for the financial year ending 31 st March 2018.
	Resolution Required:	Ordinary Resolution.
	Result & Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.
6	Detail of the Agenda:	Payment of commission to the Non-executive Directors of the Company.
	Resolution Required:	Special Resolution.
	Result & Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.
7	Detail of the Agenda:	Payment of commission to Mr. Abhishek Dalmia, Executive
		Chairman of the Company.
	Resolution Required:	Special Resolution.
	Result & Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.
8	Detail of the Agenda:	Re-appointment of Mr S Hariharan (having DIN: 06363724) as Whole-time Director of the Company from 01-08-2017 to 08-06-2018.
	Resolution Required:	Special Resolution.
	Result & Mode of voting:	Passed with requisite majority by Remote E-voting and votes cast on poll at the venue of AGM.

A copy of the combined Scrutinizers' Report on remote e-voting and poll conducted at the venue of the 40th Annual General Meeting is also attached.

Kindly take this intimation on record.

Thanking you

Yours faithfully For REVATHI EQUIPMENT LIMITED M.N. SRINIVASAN Company Secratary

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MDS & Associates

Company Secretaries in Practice

M.D. Selvaraj M Com MBA FCS

"SURYA", 35, Mayflower Avenue, Sowripalayam Road, Coimbatore 641028. Phone : 0422-2318780, 2316755, Fax : 0422-2314792, E-mail : mds@mdsservices.in, Web : www.mdsservices.in

COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING AND POLL (Pursuant to Section(s) 108 and 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 – as amended)

To The Chairman 40th Annual General Meeting of the Equity Shareholders of **M/s. REVATHI EQUIPMENT LIMITED** (L29120TZ1977PLC000780) Held on Monday the 25th day of September, 2017 at 2.00 PM at A.C.Hall, The Indian Chamber of Commerce and Industry Coimbatore, Chamber Towers, 8/732, Avinashi Road, Coimbatore – 641018.

Dear Sir,

Sub: <u>Passing of Resolution through Remote E-voting Process and through Poll</u> <u>conducted at the 40th Annual General Meeting of M/s. REVATHI EQUIPMENT</u> <u>LIMITED held on 25th day of September 2017.</u>

I, M D Selvaraj, FCS Proprietor of M/s. MDS & Associates, Company Secretaries, Coimbatore have been appointed by the Board of Directors of **M/s. REVATHI EQUIPMENT LIMITED** ("the Company") as a Scrutinizer for the remote e-voting process held between Friday, the 22nd day of September, 2017 at 9:00 AM to Sunday, the 24th day of September 2017 till 5:00 PM and for the poll taken at the 40th Annual General Meeting of the Company held on Monday the 25th day of September, 2017 at 2.00 PM at A.C.Hall, The Indian Chamber of Commerce and Industry Coimbatore, Chamber Towers, 8/732, Avinashi Road, Coimbatore – 641018, Tamilnadu, India on the Resolution(s) set out under Item No.1 to Item No.8 in the Notice convening the said 40th Annual General Meeting dated 18th August, 2017.



Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder in relation to exercising of voting rights through remote e-voting process and through poll process, on the Resolution(s) as set out in the Notice convening the 40th Annual General Meeting dated 18th August, 2017.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the remote e-voting process and for the voting through poll at the 40th Annual General Meeting, is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the Resolution(s) set out under Item No.1 to Item No.8 in the Notice convening the 40th Annual General Meeting, based on the reports generated from the e-voting portal provided by the Central Depository Services (India) Limited (CDSL), the Authorised Agency engaged by the Company for providing the remote e-voting facility and also at the time of poll taken at the 40th Annual General Meeting.

I have already issued a separate Scrutinizer's Report dated 26th September, 2017 on the remote e-voting process and also a separate Scrutinizer's Report dated 26th September, 2017 in the prescribed Form No.MGT-13 on the Poll taken at the 40th Annual General Meeting of the Company.

In view of the above, I hereby submit my Consolidated Report on the Results of the Remote E-voting together with that of the Poll in respect of the said Resolution(s), as under;



Ordinary Business

Resolution No: 1

Ordinary resolution

Adoption of the Audited Financial Statements of the Company along with Consolidated Financial Statements for the financial year ended 31st March, 2017 together with the Reports of the Board of Directors and Auditors thereon.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	7	22,27,211	100.00
Poll	34	910	100.00
Total Voting	41	22,28,121	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	51
Total Voting	2	51



Report of Scrutinizer on remote e-voting & Poll by members of Revathi Equipment Ltd at the 40th AGM held on 25-09-2017 Page 3 of 10

Ordinary Business

Resolution No: 2

Ordinary resolution

Re-appointment of Mr.Chaitanya Dalmia (holding DIN: 00028402) as a Director on retirement by rotation.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	6	22,27,170	100.00
Poll	34	910	100.00
Total Voting	40	22,28,080	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	41	0.00
Poll	0	0	0.00
Total Voting	1	41	0.00

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast	
E-voting	0	0	
Poll	2	51	
Total Voting	2	51	



Ordinary Business

Resolution No: 3

Ordinary resolution

Ratification of the appointment of Messrs. S.S. Kothari Mehta & Co (Firm Registration No. 000756N) Chartered Accountants, New Delhi as Statutory Auditors of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	6	2226411	99.96
Poll	34	910	100.00
Total Voting	40	2227321	99.96

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	800	0.04
Poll	0	0	0.00
Total Voting	1	800	0.04

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast	
E-voting	0	0	
Poll	2	51	
Total Voting	2	51	

Special Business

Resolution No: 4

Ordinary resolution

Appointment of Mr.V V Subramanian (holding DIN 05232247) as an Independent Director of the Company for a period of 5 consecutive years with effect from 29th May 2017.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	7	22,27,211	100.00
Poll	34	910	100.00
Total Voting	41	22,28,121	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	0	0	0.00
Poll	0	0	0.00
Total Voting	0	0	0.00

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	51
Total Voting	2	51



Special Business

Resolution No: 5

Ordinary resolution

Ratification of the payment of remuneration to M/s.P.Mohan Kumar & Co (Firm Registration No.18692), Cost Auditors of the Company for the financial year ending 31st March 2018.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	6	22,26,411	99.96
Poll	34	910	100.00
Total Voting	40	22,27,321	99.96

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	800	0.04
Poll	0	0	0.00
Total Voting	1	800	0.04

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	51
Total Voting	2	51



Special Business

Resolution No: 6

Special resolution

Payment of commission to the Non-executive Directors of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	5	22,26,370	99.96
Poll	34	910	100.00
Total Voting	39	22,27,280	99.96

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	841	0.04
Poll	0	0	0.00
Total Voting	2	841	0.04

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	51
Total Voting	2	51



Special Business

Resolution No: 7

Special resolution

Payment of commission to Mr. Abhishek Dalmia, Executive Chairman of the Company.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	5	22,26,370	99.96
Poll	34	910	100.00
Total Voting	39	22,27,280	99.96

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	2	841	0.04
Poll	0	0	0.00
Total Voting	2	841	0.04

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	51
Total Voting	2	51

Special Business

Resolution No: 8

Special resolution

Re-appointment of Mr S Hariharan (having DIN: 06363724) as Whole-time Director of the Company from 01-08-2017 to 08-06-2018.

VOTES CAST IN FAVOUR OF THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	6	22,27,170	100.00
Poll	34	910	100.00
Total Voting	40	22,28,080	100.00

VOTES CAST AGAINST THE RESOLUTION

Mode of Voting	Number of Members Voted through electronic means and Poll	Number of votes cast	Percentage of Total Number of valid votes cast
E-Voting	1	41	0.00
Poll	- 0	0	0.00
Total Voting	1	41	0.00

INVALID VOTES

Mode of Voting	Number of Members whose votes were declared INVALID	Number of votes cast
E-voting	0	0
Poll	2	51
Total Voting	2	51

Place : Coimbatore Date : 26th September, 2017

Based on the Scrutinizer's Report Resolution nos 1-8 have been duly passed For Revathi Equipment Limited

The .A. Director (DIN 05232247)

Yours faithfully

U.D. Les

MDS & ASSOCIATES Prop : M.D.SELVARAJ M.Com, MBA,FCS, COMPANY SECRETARY IN PRACTICE FCS - 960, CP - 411 "SURYA" 35, MAYFLOWER AVENUE SOWRIPALAYAM ROAD,COIMBATORE - 641 028

Report of Scrutinizer on remote e-voting & Poll by members of Revathi Equipment Ltd at the 40th AGM held on 25-09-2017 Page 10 of 10